

EXHIBIT A

RIGHT-OF-WAY N-89477

August 14, 2012

TERMS AND CONDITIONS  
(Continued from Form 2800-14)

1. Holder is to comply with all applicable regulations contained in Title 43 Code of Federal Regulations parts 2800 and 2880.
2. In case of change of address, the Holder shall immediately notify the BLM Authorized Officer.
3. This grant is subject to all valid rights existing on the effective date of this grant.
4. The Holder shall conduct all activities associated with the operation and termination of the right-of-way within the authorized limits of the right-of-way.
5. Water pipeline is to be placed above ground, vegetation is to remain intact.
6. The Holder is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts.
7. Pursuant to 43 CFR 10.4(g), the Holder of this authorization must notify the Authorized Officer, by telephone, with written confirmation, immediately upon the discovery of human remains, funerary objects, sacred objects, or objects of cultural patrimony (as defined at 43 CFR 10.2). Further, pursuant to 43 CFR 10.4(c) and (d), the Holder must stop activities in the immediate vicinity of the discovery and protect it from all activities until notified to proceed by the Authorized Officer.
8. Any cultural (historic or prehistoric site or object) and/or paleontological resource or Native American human remains, funerary item, sacred object, or objects of cultural patrimony, discovered by the Holder, or any person working on their behalf, during the course of activities on public land, shall be immediately reported to the Authorized Officer by telephone, with written confirmation. The Holder shall suspend all operations in the immediate area of such discovery and protect it until written authorization to proceed is issued by the Authorized Officer. An evaluation of the discovery will be made by the Authorized Officer to determine appropriate actions to prevent the loss of significant values. The Holder will be responsible for the cost of evaluation and any decision as to proper mitigation measures will be made by the Authorized Officer after consulting with the Holder.
9. In the event that the public land underlying the right-of-way (R/W) encompassed in this grant, or a portion thereof, is conveyed out of Federal ownership and administration of the R/W or the land underlying the R/W is not being reserved to the United States in the patent/deed and/or the R/W is not within a R/W corridor being reserved to the United States in the patent/deed, the United States waives any right it has to administer the right-

of-way, or portion thereof, within the conveyed land under Federal laws, statutes, and regulations, including the regulations at 43 CFR Part [2800][2880], including any rights to have the holder apply to BLM for amendments, modifications, or assignments and for BLM to approve or recognize such amendments, modifications, or assignments. At the time of conveyance, the patentee/grantee, and their successors and assigns, shall succeed to the interests of the United States in all matters relating to the right-of-way, or portion thereof, within the conveyed land and shall be subject to applicable State and local government laws, statutes, and ordinances. After conveyance, any disputes concerning compliance with the use and the terms and conditions of the R/W shall be considered a civil matter between the patentee/grantee and the R/W Holder.

10. Use of pesticides shall comply with the applicable Federal and state laws. Pesticides shall be used only in accordance with their registered uses and within limitations imposed by the Secretary of the Interior. Prior to the use of pesticides, the Holder shall obtain from the Authorized Officer written approval of a plan showing the type and quantity of material to be used, pest(s) to be controlled, method of application, location of storage and disposal of containers, and any other information deemed necessary by the Authorized Officer. Emergency use of pesticides shall be approved in writing by the Authorized Officer prior to such use.
11. The Holder shall be responsible for controlling all noxious weeds and other undesirable invading plant species in the reclaimed area until the revegetation activities have been determined to be successful and signed off by the BLM Authorized Officer. All seed shall be tested for purity, noxious, poisonous, and/or prohibited plant species, and the test results submitted to and approved by the Authorized Officer, unless certified weed free seed is procured to complete reclamation. The Holder shall obtain approval from the Authorized Officer for any and all applications of pesticide, including types and quantities.
12. In accordance with federal regulations in 43 CFR 2803.6-3, any proposed transfer of any right or interest in the right-of-way grant shall be filed with the BLM Authorized Officer. An application for assignment shall be accompanied by a showing of qualifications of the Assignee. The assignment shall be supported by a stipulation that the Assignee agrees to comply with and to be bound by the terms and conditions of the grant to be assigned. No assignment shall be recognized unless and until it is approved in writing by the Authorized Officer. In accordance with 43 CFR 2803.6-4, all filings for assignments shall be accompanied by a nonrefundable payment of \$50.00 from the Assignor.
13. The Holder shall notify the Authorized Officer if there is a significant variance from the approved action with respect to hazardous materials.
14. Prior to abandonment of any portion of the right-of-way authorized by this grant, the Holder shall contact the Authorized Officer to arrange a joint inspection of the right-of-way. The inspection will be held to agree on an acceptable rehabilitation plan. The Authorized Officer must approve the plan in writing prior to the Holder commencing any abandonment and/or rehabilitation activities.

15. If the Holder violates any of the terms and conditions of this grant, the Authorized Officer, after giving written notice, may declare the grant terminated.
16. The Holder shall comply with all applicable Federal, State, and local laws and regulations, existing or hereafter enacted or promulgated, with regard to any hazardous material, as defined in this paragraph, that will be used, produced, transported, or stored on or within the Right-of-way (R/W) or any of the R/W facilities, or used in the construction, operation, maintenance or termination of the R/W or any of its facilities. "Hazardous material" means any substance, pollutant, or contaminant that is listed as hazardous under the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) of 1980, as amended, 42 U.S.C. 9601 et seq., and its regulations. The definition of hazardous substances under CERCLA includes any "hazardous waste" as defined in the Resource Conservation and Recovery Act (RCRA) of 1976, as amended, 42 U.S.C. 9601 et seq., and its regulations. The term hazardous materials also includes any nuclear or by product material as defined by the Atomic Energy Act of 1954, as amended, 42 U.S.C. 2011 et seq. The term does not include petroleum, including crude oil or any fraction thereof that is not otherwise specifically listed or designated as a hazardous substance under CERCLA section 101(14), 42 U.S.C. 9601(14), nor does the term include natural gas.
17. The Holder agrees to indemnify the United States against any liability arising from the release of any hazardous substance or hazardous waste (as these terms are defined in the CERCLA of 1980, 42 U.S.C. 9601, et seq. or the RCRA of 1976, 42 U.S.C. 6901 et seq.) on the right-of-way (unless the release or threatened release is wholly unrelated to the right-of-way Holder's activity on the right-of-way). This agreement applies without regard to whether a release is caused by the Holder, its agent, or unrelated third parties.
18. The Holder shall maintain the right-of-way in a safe, usable condition, as directed by the Authorized Officer.
19. No future modifications, construction of improvements, expansion of the original structures, construction of additional buildings, or major maintenance operations involving disturbance of the land shall occur until plans for such actions have been submitted and approved in writing by the Authorized Officer. Any proposals involving surface disturbance shall require a cultural inventory and may require completion of an environmental assessment. Failure of the Holder to comply with this requirement may result in a suspension of operations authorized by this right-of-way grant.
20. The Holder must comply with applicable Federal, State, county, and municipal laws, regulations and standards for public health and safety, environmental protection, siting, construction, operation, and maintenance in exercising the rights granted by this right-of-way authorization.
21. The Authorized Officer reserves the right to enter upon the right-of-way and inspect all facilities to assure compliance with the conditions of this grant.

22. The Holder or any participant may be held accountable for suppression of a wild land fire determined to be directly cause by those associated with the authorized activity. Reimbursement shall be required from the Holder for Federal, State and /or private costs as a result of suppression and rehabilitation incurred as a result of fires caused by related activities. An escaped fire or an observed wild land fire ignition shall be reported immediately by calling 911, notifying Central Nevada Interagency Dispatch Center (CNIDC) and/or emergency response personnel.

CNIDC: (775) 623-3444

Humboldt County Sheriff's Dispatch: (775) 623-6429

23. The right-of-way shall be relinquished to the United States if it is no longer needed for the use it was authorized to serve.
24. The effective date of this right-of-way grant is the date of execution by the Authorized Officer.

#### Special Stipulations

25. Recommend installing the pipe outside of the migratory bird breeding season (March 1st through August 31st).
26. In order to avoid potential impacts to breeding migratory birds, a careful visual inspection of habitat in the project area should be made prior to any surface disturbance (including cross-country routes) during the avian breeding season (March 1st through August 31st). Nesting activities may include eggs or young present in nest, adult behavioral displays (e.g. dive-bombing, faking injury, won't leave the area, agitated calling, etc.). If active nests are located, the BLM biologist must be notified immediately and appropriate protection measures which may include avoidance or restriction of activities will be established.